



METROPOLITAN
TRANSPORTATION
COMMISSION

Joseph P. Bort MetroCenter
101 Eighth Street
Oakland, CA 94607-4700
TEL 510.817.5700
TTY/TDD 510.817.5769
FAX 510.817.5848
E-MAIL info@mtc.ca.gov
WEB www.mtc.ca.gov

Bill Dodd, Chair
Napa County and Cities

Scott Haggerty, Vice Chair
Alameda County

Tom Ammiano
City and County of San Francisco

Tom Azumbrado
U.S. Department of Housing
and Urban Development

Tom Bates
Cities of Alameda County

Dean J. Chu
Cities of Santa Clara County

Dave Cortese
Association of Bay Area Governments

Dorene M. Giacomini
U.S. Department of Transportation

Federal D. Glover
Contra Costa County

Anne W. Halsted
San Francisco Bay Conservation
and Development Commission

Steve Kinsey
Marin County and Cities

Sue Lempert
Cities of San Mateo County

Jake Mackenzie
Sonoma County and Cities

Jon Rubin
San Francisco Mayor's Appointee

Bijan Sartipi
State Business, Transportation
and Housing Agency

James P. Sperring
Solano County and Cities

Adrienne J. Tissier
San Mateo County

Amy Worth
Cities of Contra Costa County

Ken Yeager
Santa Clara County

July 29, 2009

**REQUEST FOR QUALIFICATIONS
For
OTHER POST EMPLOYMENT BENEFIT ADVISORY/ADMINISTRATOR
SERVICES**

Dear Advisor/Administrator:

The Metropolitan Transportation Commission (MTC) invites your firm to submit a Statement of Qualifications (SOQ) to provide Other Post Employment Benefit (OPEB) Trust advisory/administrator services for MTC.

This letter, together with its enclosures, comprises the Request for Qualifications (RFQ) for this project. Responses to this RFQ should be submitted in accordance with the instructions set forth in this RFQ.

Statement of Qualifications Due Date

Interested firms must submit an original and four (4) hard copies of their SOQ by 4:00 p.m. (PST), on Monday, August 24, 2009. *Statements of Qualifications received after that date and time will not be considered.*

MTC Contact

SOQ and all inquiries relating to this RFQ should be submitted to the Project Manager at the address shown below. For telephone inquiries, call (510) 817-5795. E-mail inquiries may be directed to: esun@mtc.ca.gov.

Eva Sun, Project Manager
MTC

Joseph P. Bort MetroCenter
101 – 8th Street
Oakland, CA 94607-4700

Background

MTC is the transportation planning, coordinating and financing agency for the nine-county San Francisco Bay Area, established pursuant to California Government Code Sections 66500 *et seq.* MTC's principal sources of revenue to fund its operations include state grants, a percentage of the sales tax revenues collected in the nine Bay Area Counties under the State Transportation Development Act of 1971 (TDA) and grants from the U.S. Department of Transportation, Office of the Secretary of Transportation

Steve Heminger
Executive Director

Ann Flemer
Deputy Executive Director, Operations

Andrew B. Fremier
Deputy Executive Director,
Bay Area Toll Authority

Therese W. McMillan
Deputy Executive Director, Policy

(U.S. DOT), including the Federal Highway Administration (FHWA), Federal Transit Administration (FTA) and other federal, state and local agencies.

The MTC SAFE, established pursuant to California Streets and Highway Sections 2550 *et seq.* MTC SAFE, in partnership with California Highway Patrol and California Department of Transportation, oversee the installation and operation of call boxes and provides roadside assistance to motorists on the Bay Area Free ways. Its revenues are derived from a one-dollar vehicle registration fee.

BATA is a public agency created by Senate Bill 226 effective January 1, 1998. Senate Bill 226 amended Streets and Highway Code Section 30950 *et seq.* and transferred to BATA certain California Transportation Commission (CTC) and State of California, Department of Transportation (Caltrans) duties and responsibilities for the disposition of toll revenues collected from toll bridges owned and operated by Caltrans in the San Francisco Bay Area. These responsibilities include administration of the Regional Measure 1 capital improvement program approved by the voters in 1988. In March 2004, the Bay Area voters approved Regional Measure 2 (RM 2) increasing the tolls by one dollar on all seven Caltrans toll bridges effective July 1, 2004. BATA controls the RM2 allocations for various capital and operating funds for congestion relief programs. On July 18, 2005, the California State Legislature approved Assembly Bill (AB) 144 transferring toll bridge administration responsibility from Caltrans to BATA. The legislation also consolidated the seismic retrofit dollar previously administered by Caltrans along with all other toll bridge revenues under BATA's administration.

Scope of Work and Budget

Scope of Work:

MTC expects to establish a list of one or more qualified advisory/administrators to provide services for MTC's OPEB trust under this RFQ. *Appendix A, Scope of Work*, outlines the services to be performed by the selected advisor/administrator(s). The total number of firms selected will be determined at the sole discretion of MTC. Selection of a firm to the qualified list does not guarantee a firm will be awarded a contract to perform these services.

Budget:

There is no estimated budget for the program. Fees will be based on the proposal and scope of services.

Proposers' Conference

A Proposers' Conference will be held on Monday, August 10, 2009 at 1:00 PM in the Fishbowl Conference Room, located on the 3rd Floor of the Joseph P. Bort MetroCenter, at 101-8th Street, Oakland,(across from the Lake Merritt BART station).

Requests for Exception and Addenda

Any written request for clarification of or exceptions to RFQ requirements or MTC's contract language must be received by MTC no later than 4:00 PM, on August Wednesday, 12, 2009 to guarantee response or consideration. MTC will attempt to respond to any requests for

clarification and exceptions received before the Proposers' Conference at the Proposers' Conference.

Any addenda to this RFQ that may be issued by MTC will be posted at <http://www.mtc.ca.gov/jobs/>; it is the proposer's responsibility to check for addenda to this RFQ and comply with new or revised requirements that may be stated therein.

Minimum Qualifications

To be considered for this program, a firm must demonstrate in its SOQ the following minimum qualifications:

1. Firm must be licensed to do business in the state of California.
2. Experience: Firm must have minimum of five years in providing investment advisory and administrative services for retirement accounts for public agencies in California. The firm must have at least two years experience in managing OPEB trust accounts.
3. Trust program must meet the requirements of Government Accounting Standards Board 43 and 45.
4. Firm's proposed staff must have experience with OPEB trust plans and minimum five years of investment advisory services.
5. The Proposer must identify an office location in California to serve MTC.

Form of Statement of Qualification

Interested firms are asked to submit an original and four (4) hard copies of their SOQ meeting the requirements specified herein by 4:00 PM August 24, 2009. SOQs received after that date will not be considered. Proposal content and completeness are most important to the overall evaluation. Clarity is essential and will be considered in assessing the proposer's capabilities. Each SOQ shall include the following:

A. General Requirements

A transmittal letter signed by an official authorized to solicit business and enter into contracts for the firm. The transmittal letter should refer to this RFQ by title and date and should include the name and telephone number of a contact person and a statement that the SOQ is a firm offer to enter into a contract with MTC according to the terms of this RFQ for 90 days following its submission. It should identify the address of the California office.

B. Firm Qualifications and Experience

Proposers are responsible to demonstrate that the minimum qualifications in this RFQ have been met. This section of the SOQ should clearly address the five (5) minimum qualifications.

1. A statement of the firm's history, the number of regular professional employees, the size of the firm's staff, and the location of the office from which the work of this engagement is to be performed.

2. A description of the firm's experience with advisory/administrative services for OPEB services. Include the number and size of OPEB accounts. Include also your experience in administering a variety of OPEB trust programs including experience with investment management, investment policies, and types of investments offered for government agencies.
3. Describe the firm's experience with investment advisory and management services, investment policies and types of securities utilized.
4. Describe the OPEB product, custodial, and trustee services, including master trust agreements.
5. Provide a detail statement of the qualifications and relevant experience of the staff that will be servicing MTC's account and demonstrate that the personnel possess the minimum qualifications described in this RFQ. Attach the individuals' resume as an exhibit.
6. Firm must have a significant presence in the State of California as demonstrated by the following:
 - Firm shall be licensed to do business in California
 - Firm shall maintain at least one office in California
 - Firm shall have at least twenty-five (25) different government agency accounts, with at least ten (10) in California.
7. Firm must provide a list of references of from at least five public agency clients, with emphasis on recent similar services.
8. Attach a sample copy of agreement for administrative services, adoption agreement to the post-retirement health care plan, and any other agreements required by your firm.
9. Include fees in a separate exhibit. Include trust administration and advisory fees. Explain fee structure for the proposed services. Describe any fee related to transfer of assets and restrictions or costs related to termination of a contract with your firm.
10. Include copy of IRS private letter ruling on the tax exempt status of the investments, if the firm has a letter.

C. Firm Approach

Prepare a brief (no more than two (2) pages) summary on your firm's general approach and philosophy to providing OPEB trust related services. Describe how your firm's philosophy and services offered is most appropriate for MTC. This section should address, among other things, client flexibility in the firm's administration of OPEB trust programs and the ease and efficiency with which clients are able to enter into master trust agreements and all other agreements.

D. Levine Act Statement

A signed California Levine Act statement (*Appendix B*).

Evaluation Factors

MTC will review the SOQs to determine if the minimum qualifications have been met. The SOQs of those firms that meet minimum qualifications will then be reviewed for responsiveness. Any proposal that does not include enough information to permit evaluators to rate the proposal in any of the evaluation factors listed below will be considered non-responsive. A proposal that fails to include one or more items required in the Proposal Content may be considered complete and generally responsive if evaluation of every factor is possible.

An evaluation panel will evaluate the responsive SOQs, based on the following evaluation criteria, in order of relative importance:

1. Qualifications and experience of firm, principals, and key staff in performing services similar to those contemplated by this RFQ.
2. Flexibility offered to clients in firm's administration of OPEB trust programs including investment management, investment policies, and types of investments offered for government agencies.
3. Efficiency in adopting master trust agreements and all other agreements
4. References

The evaluation panel may recommend a firm(s) based on written proposals alone or may develop a "short list" of firms that, in the opinion of the panel, are reasonably likely to be selected to perform work under this RFQ. Short-listed firms may be interviewed by the panel. MTC may contact the references of any and all proposers. The panel will then recommend to MTC's Executive Director, or his designated representative, the firm or firm(s) to be placed on the qualified list. If the Executive Director agrees with the recommendation, he will forward it on to MTC's Administration Committee for approval.

MTC reserves the right in its sole discretion to decide not to enter into a contract with any firm as a result of this RFQ, the right to accept or reject any and all proposals submitted, to waive minor irregularities in proposals, and to request additional information from the proposers. Any award made will be made to the firm(s) whose proposal is the most advantageous to MTC, based on the evaluation criteria listed above.

Qualified firms will be placed on a list that will be good for five (5) years. MTC may contract with any of the firms on the list during this five (5) year period.

Cost will not be a factor in the evaluation. However, MTC reserves the right, after the firm(s) have been qualified, to negotiate fees and hourly rates. MTC also reserves the right to negotiate terms of a firm's standard administrative services agreement.

MTC reserves the right to accept or reject any and all SOQs submitted, to waive minor irregularities in SOQs, and to request additional information from the Advisor/Administrator.

MTC reserves the right to award one or more contracts at the time the panel is approved. Placement on the panel will not necessarily result in award of a contract.

Advisory/Administrator Selection Timetable

Monday, August 10, 2009 1:00 – 2:00	Proposers' Conference at Fishbowl Conference Room, MetroCenter 101 8 th St, Oakland
4:00 PM, on Wednesday, August 12, 2009	Deadline for Request for Clarification / Exceptions
Three working days prior to the date SOQs are due	Deadline for Protest RFQ Provisions (See Below)
Monday, August 24, 2009; 4:00 p.m.	Closing date and time for receipt of statements of qualifications at MTC
Week of August 31, 2009	Oral interviews, if necessary, MetroCenter, 3 rd Floor, Staff Conference Room
September 9, 2009	Administration Committee approval
September 16, 2009 (approximate)	Execution of Contracts

Selection Disputes

A firm may object to a provision of the RFQ on the grounds that it is unduly restrictive, arbitrary or biased, or to the selection of a particular advisor/administrator on the grounds that MTC procedures, the provisions of the RFQ or applicable provisions of federal, state or local law have been violated or inaccurately or inappropriately applied by submitting to the MTC Project Manager a written explanation of the basis for the protest:

- 1) No later than three (3) working days prior to the date SOQs are due, for objections to RFQ provisions; or
- 2) No later than three (3) working days after the firm is notified that it failed to meet the minimum qualifications or was found to be non-responsive; or
- 3) No later than three (3) working days after the date on which contract award is authorized by the MTC Administration Committee or the date the proposer is notified that it was not selected to be on the qualified list, whichever is later, for objections to Advisor/Administrator selection.

Protests must clearly and specifically describe the basis for the protest in sufficient detail for the MTC review officer to recommend a resolution to the MTC Executive Director. Except with regards to the initial determination of non-responsiveness, the evaluation record shall remain confidential until the MTC Administration Committee authorizes award.

The MTC Executive Director will respond to the protest in writing, based on the recommendation of a staff review officer. Authorization to award a contract to a particular firm by MTC's Administration Committee shall be deemed conditional until the expiration of the

regards to the initial determination of non-responsiveness, the evaluation record shall remain confidential until the MTC Administration Committee authorizes award.

The MTC Executive Director will respond to the protest in writing, based on the recommendation of a staff review officer. Authorization to award a contract to a particular firm by MTC's Administration Committee shall be deemed conditional until the expiration of the protest period or, if a protest is filed, the issuance of a written response to the protest by the Executive Director.

Should the protesting firm wish to appeal the decision of the MTC Executive Director, it may file a written appeal with the MTC Administration Committee, no less than three (3) working days after receipt of the written response from the MTC Executive Director. The MTC Administration Committee's decision will be the final agency decision.

General Conditions

This RFQ does not commit MTC to award any OPEB work. MTC will not reimburse any advisor/administrator for costs related to preparing and submitting an SOQ.

Materials submitted by respondents are subject to public inspection under the California Public Records Act (Government Code §§ 6250 *et seq.*), after the Administration Committee authorizes award.

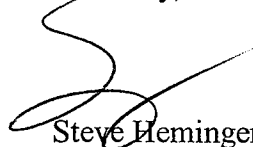
Any award(s) made will be to the firms whose SOQs are most advantageous to MTC, based on the evaluation criteria listed above. The selection firm(s) will be expected to enter into a contract at terms acceptable to MTC.

Authority to Commit MTC

Based on the recommendation of the selection panel, the Executive Director of MTC will recommend a consultant(s) to the MTC Administration Committee, which will commit to the expenditure of funds in connection with this RFQ.

We appreciate your interest in this RFQ and look forward to receiving your statements of qualifications.

Sincerely,



Steve Heminger
Executive Director

SH: ES/DA

J:\CONTRACT\Procurements\Finance\MTC\OPEB RFQ.doc

APPENDIX A

SCOPE OF WORK

The services to be performed by the selected firm(s) shall consist of services requested by the MTC Project Manager, or a designated representative including, but not limited to, the following:

Task 1: Provide advisory/administrative services for maintaining an OPEB irrevocable trust plan in compliance with GASB 43 and 45.

Task 2: Work with MTC staff to develop and evaluate an investment strategy.

Task 3: Assist in selection of investment program and trustee.

Task 4: Review investment program periodically and make recommendations as necessary.

Task 5: Assist in making presentations to MTC, its Commissioners, or MTC management.

Task 6: Provide other ongoing services as needed.

APPENDIX B

CALIFORNIA LEVINE ACT STATEMENT

California Government Code § 84308, commonly referred to as the “Levine Act,” precludes an officer of a local government agency from participating in the award of a contract if he or she receives any political contributions totaling more than \$250 in the 12 months preceding the pendency of the contract award, and for three months following the final decision, from the person or company awarded the contract. This prohibition applies to contributions to the officer, or received by the officer on behalf of any other officer, or on behalf of any candidate for office or on behalf of any committee.

MTC’s commissioners include:

Tom Azumbrado
Tom Bates
Dave Cortese
Dean J. Chu
Chris Daly
Bill Dodd

Dorene M. Giacomini
Federal D. Glover
Scott Haggerty
Anne W. Halsted
Steve Kinsey
Sue Lempert
Jake Mackenzie

Jon Rubin
Bijan Sartipi
James P. Spering
Adrienne J. Tissier
Amy Rein Worth
Ken Yeager

1. Have you or your company, or any agent on behalf of you or your company, made any political contributions of more than \$250 to any MTC commissioner in the 12 months preceding the date of the issuance of this request for qualifications?

☐ YES ☐ NO

If yes, please identify the commissioner: _____

2. Do you or your company, or any agency on behalf of you or your company, anticipate or plan to make any political contributions of more than \$250 to any MTC commissioners in the three months following the award of the contract?

☐ YES ☐ NO

If yes, please identify the commissioner: _____

Answering yes to either of the two questions above does not preclude MTC from awarding a contract to your firm. It does, however, preclude the identified commissioner(s) from participating in the contract award process for this contract.

DATE

(SIGNATURE OF AUTHORIZED OFFICIAL)

(TYPE OR WRITE APPROPRIATE NAME, TITLE)

(TYPE OR WRITE NAME OF COMPANY)